



IT IS HEREBY ADJUDGED and DECREED that the below described is SO ORDERED.

Dated: December 06, 2022.


MICHAEL M. PARKER
UNITED STATES BANKRUPTCY JUDGE

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE WESTERN DISTRICT OF TEXAS
SAN ANTONIO DIVISION**

IN RE:	§	
	§	
DEEPROOT CAPITAL MANAGEMENT,	§	
LLC, ET AL., ¹	§	BANKRUPTCY NO. 21-51523-MMP
	§	LEAD CASE
DEBTORS.	§	JOINTLY ADMINISTERED

**ORDER GRANTING
SECOND INTERIM APPLICATION FOR ALLOWANCE OF LEGAL FEES AND EXPENSES
FOR PULMAN, CAPPUCCIO & PULLEN, LLP, AS COUNSEL TO THE TRUSTEE
FOR THE TIME PERIOD OF MAY 1, 2022 TO SEPTEMBER 30, 2022**

Came on for consideration the Second *Interim Application for Allowance of Legal Fees and Expenses for Pulman, Cappuccio & Pullen, LLP, as Counsel to the Trustee for the Time Period of May 1, 2022 to September 30, 2022* (“**Second Interim Application**”). The Court has considered

¹ The administratively consolidated chapter 7 cases, along with their respective case numbers and the last four digits of each Debtor's federal tax identification number, are: In Re: Policy Services, Inc. 21-51513 (2864), In Re: Wizard Mode Media, LLC, 21-51514 (3205), In Re: deeproot Pinball LLC, 21-51515 (0320), In Re: deeproot Growth Runs Deep Fund, LLC, 21-51516 (8046), In Re: deeproot 575 Fund, LLC, 21-51517 (9404), In Re: deeproot 3 Year Bonus Income Debenture Fund, LLC, 21-51518 (7731), In Re: deeproot Bonus Growth 5 Year Debenture Fund, LLC, 21-51519 (9661), In Re: deeproot Tech LLC, 21-51520 (9043), In Re: deeproot Funds LLC, 21-51521 (9404), In Re: deeproot Studios LLC, 21-51522 (6283), and In Re: deeproot Capital Management, LLC, 21-51523 (2638), each a “**Bankruptcy Estate**” and collectively, “**Bankruptcy Estates**”.

the Second Interim Application and finds that the fees and expenses represent reasonable compensation for actual and necessary services, and reimbursement for actual, necessary expenses. After considering the pleadings, the Court also finds that (i) it has jurisdiction over the matters raised in the Second Interim Application pursuant to 28 U.S.C. § 1334; (ii) this is a core proceeding pursuant to 28 U.S.C. § 157(b)(2); (iii) proper and adequate notice of the Second Interim Application has been given and that no other or further notice is necessary; (iv) all objections to the Second Interim Application have been resolved by this Order or are overruled in their entirety; and (v) upon the record herein after due deliberation thereon good and sufficient cause exists for the granting of the relief as set forth herein.

IT IS THEREFORE ORDERED that the Second Interim Application pursuant to 11 U.S.C. § 330 is hereby **GRANTED**;

IT IS FURTHER ORDERED that the fees in connection with the legal services described in the Second Interim Application are allowed. All interim fees in the amount of \$259,247.00 and all expenses in the amount of \$6,145.75, for the allowance of a total of \$265,392.75 in hourly fees and costs, shall be an administrative expense of the respective Bankruptcy Estates² as outlined in the Second Interim Application.

IT IS FURTHER ORDERED the Trustee is authorized to immediately pay PC&P in connection with the hourly services provided, fees and expenses totaling \$265,392.75 from the specific Bankruptcy Estate accounts, as designated in the chart attached hereto as Exhibit 1.

IT IS FURTHER ORDERED that this Court shall retain jurisdiction to hear and determine all matters arising from the implementation of this Order.

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² Capitalized terms shall have the meaning ascribed to them in the Second Interim Application.

Submitted by:

Randall A. Pulman

Texas State Bar No. 16393250

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**ATTORNEYS FOR JOHN PATRICK LOWE,
CHAPTER 7 TRUSTEE FOR THE JOINTLY ADMINISTERED
BANKRUPTCY ESTATES OF DEEPROOT CAPITAL
MANAGEMENT, LLC, *ET AL.***

EXHIBIT 1

PC&P Matter No.	Matter Description	Debtor Estate	Fees	Expenses	Hours
1934.001	Main Bankruptcy Case	deeproot Capital Management, LLC, Case No. 21-51523 Wizard Mode Media, LLC, Case No. 21-51514 Policy Services, Inc., Case No. 21-51513	\$11,487.50 \$2,100.00 \$51,637.00	\$1,221.63	29.1 5.6 266.9
1934.002	SEC Matter	deeproot Funds, LLC, Case No. 21-51521	\$5,932.50	\$0.00	12.9
1934.003	CCW Matter	deeproot Funds, LLC, Case No. 21-51521	\$41,832.50	\$1,301.25	134.7
1934.004	Ohana Matter	Policy Services, Inc., Case No. 21-51513	\$27,545.00	\$3,460.87	78.9
1934.005	Cycladic Matter	Policy Services, Inc., Case No. 21-51513	\$35,762.50	\$22.00	97.3
1934.006	Winn Matter	Policy Services, Inc., Case No. 21-51513	\$7,750.00	\$0.00	19.4
1934.007	Mueller Matter	Policy Services, Inc., Case No. 21-51513	\$5,417.50	\$0.00	17.7
1934.008	Net Winners Matter	Policy Services, Inc., Case No. 21-51513	\$39,525.00	\$140.00	151.1
1934.009	Nationwide Matter	Policy Services, Inc., Case No. 21-51513	\$5,937.50	\$0.00	15.5
1934.010	Pinball Matter	deeproot Tech, LLC, 21-51520	\$22,312.50	\$0.00	71.9
1934.011	Finders Matter	Policy Services, Inc., Case No. 21-51513	\$2,007.50	\$0.00	6.7
	Total:*		\$259,247.00	\$6,145.75	907.7
*Total is net of: (1) \$10,000.00 Billing Judgement Credit applied to PC&P Matter No. 1934.003, CCW Matter, and (2) \$5,000.00 Billing Judgement Credit applied to PC&P Matter No. 1934.010, Pinball Matter.					

United States Bankruptcy Court
Western District of Texas

In re:
deeproot Capital Management, LLC
deeproot Capital Management, LLC
Debtors

Case No. 21-51523-mmp
Chapter 7

CERTIFICATE OF NOTICE

District/off: 0542-5
Date Rcvd: Dec 06, 2022

User: admin
Form ID: pdfintp

Page 1 of 5
Total Noticed: 35

The following symbols are used throughout this certificate:

Symbol	Definition
+	Addresses marked '+' were corrected by inserting the ZIP, adding the last four digits to complete the zip +4, or replacing an incorrect ZIP. USPS regulations require that automation-compatible mail display the correct ZIP.
#	Addresses marked '#' were identified by the USPS National Change of Address system as requiring an update. While the notice was still deliverable, the notice recipient was advised to update its address with the court immediately.
##	Addresses marked '##' were identified by the USPS National Change of Address system as undeliverable. Notices will no longer be delivered by the USPS to these addresses; therefore, they have been bypassed. The debtor's attorney or pro se debtor was advised that the specified notice was undeliverable.

Notice by first class mail was sent to the following persons/entities by the Bankruptcy Noticing Center on Dec 08, 2022:

Recip ID	Recipient Name and Address
db	#+ deeproot Capital Management, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
aty	+ Pulman Cappuccio & Pullen, LLP, c/o Randall A. Pulman, 2161 NW Military Hwy., Suite 400, San Antonio, TX 78213-1844
aty	+ Thomas J. Cunningham, Locke Lord LLP, 777 South Flagler Drive, Ste. 215, West Palm Beach, FL 33401-6255
cr	+ Angela Dodd United States Securities and Exchange, 175 W. Jackson Blvd., Suite 1450, Chicago, IL 60604-2710
cr	+ Beverly O'Neal, 18940 Columbus Mill Dr, New Caney, TX 77357-2076
cr	Brenda E. Jennings, P.O. Box 14693, Houston, TX 77221-4693
cr	+ CCW Braun Heights, LLC, 22809 Citron Circle, San Antonio, TX 78260-7728
cr	+ Carrie Blair, 1171 E FM 193, Afton, TX 79220-4900
cr	+ Clara Dean, 375 Private Road 7135, Colmesneil, TX 75938-5427
cr	+ Cliff Conrad, 22809 Citron Circle, San Antonio, TX 78260-7728
cr	+ Clyde R. and Shirley Watson, 2209 Westside Dr., Deer Park, TX 77536-3945
intp	+ Cynthia E. Bryant, 3419 Justinian, Jefferson, IN 47130-8629
cr	+ David and Paula Burke, 2914 East Lake Falls Circle, Spring, TX 77386-2904
cr	+ Donald W. Cook, 6243 Settlers Lake Cir E, Katy, TX 77449-2061
intp	+ Greg Murray, 1503 Tarton Lane, San Antonio, TX 78231-2427
cr	+ Helene Cook, 6243 Settlers Lake Circle East, Katy, TX 77449-2061
cr	+ Jack S. and Shirley Daniel, 2214 Killarney Ln, Deer Park, TX 77536-4060
cr	+ Jacquelin A. Peters-Farrar, 510 Call Ct., New Baden, IL 62265-2001
cr	+ James O'Neal, 18940 Columbus Mill Dr, New Caney, TX 77357-2076
intp	+ Jason McKinnie, McKinnie & Paul, PLLC, 8610 N. New Braunfels Ave., Suite 320, San Antonio, TX 78217-6358
cr	+ JoAnn Wells, Trustee Wells Trust, 2495 Sawdust Rd, Apt 2415, The Woodlands, TX 77380-3384
cr	+ Judith L Werner Tee Judith L. Werner RLT, 81 Elkins LK, Huntsville, TX 77340-7302
cr	+ Karen Ready, 1927 Topside Court, Crosby, TX 77532-5004
cr	+ Kim Marchwicki, 9603 Boerne Spring, Boerne, TX 78006-9394
intp	+ Lawson C. Horner, III, 3700 E. Williams Field, #1096, Gilbert, AZ 85295-1150
cr	+ Mary B. Summy, 125 Culbertson Loop, Livingston, TX 77351-5981
cr	+ Mary G. Marquis, 14019 SW Fwy, Ste 301, Box 163, Sugar Land, TX 77478-3551
intp	+ Mel T. Davis, P.O. Box 236, Elmhurst, TX 78112-0236
cr	+ Pauline Rubin, 11123 Renwick Dr., Houston, TX 77096-6138
cr	+ Philip J. Erdmann, 18319 Glenn Haven Estates Drive, Houston, TX 77379-2769
cr	Richard T. Jennings, P.O. Box 14693, Houston, TX 77221-4693
cr	+ Roberta L. Erdmann, 18319 Glenn Haven Estates Dr., Spring, TX 77379-2769
cr	+ Roxanne Holly, 6821 E Brownstone Place, Tucson, AZ 85750-2074
cr	+ Silicon Drive Office Venture, LLC, c/o SMFAD Law, 1001 McKinney Street, Suite 1100, Houston, TX 77002-6424

TOTAL: 34

Notice by electronic transmission was sent to the following persons/entities by the Bankruptcy Noticing Center.

Electronic transmission includes sending notices via email (Email/text and Email/PDF), and electronic data interchange (EDI). Electronic transmission is in Eastern Standard Time.

Recip ID	Notice Type: Email Address	Date/Time	Recipient Name and Address
cr	Email/Text: bcd@oag.texas.gov		

District/off: 0542-5

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Date Rcvd: Dec 06, 2022

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Dec 06 2022 22:20:00

Texas Workforce Commission, Christopher S. Murphy, P.O. Box 12548, Austin, TX 78711-2548

TOTAL: 1

BYPASSED RECIPIENTS

The following addresses were not sent this bankruptcy notice due to an undeliverable address, *duplicate of an address listed above, *P duplicate of a preferred address, or ## out of date forwarding orders with USPS.

Recip ID	Bypass Reason	Name and Address
jaddb	*+	deeproot Capital Management, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
cr	##+	Judy Marsolan, 1133 E Hawkins Parkway, Apt. 142, Longview, TX 75605-8051
jaddb	##+	Policy Services, Inc., 12621 Silicon Dr., San Antonio, TX 78249-3447
jaddb	##+	Wizard Mode Media, LLC, 12227 S Business Park Dr, Suite 130, Draper, UT 84020-6515
jaddb	##+	deeproot 3 Year Bonus Income Fund, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot 575 Fund, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot BonusGrowth 5 Year Debenture Fund, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot Funds, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot Growth Runs Deep Fund, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot Pinball, LLC, 12621 Silicon Dr., San Antonio, TX 78249-3447
jaddb	##+	deeproot Studios, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447
jaddb	##+	deeproot Tech, LLC, 12621 Silicon Dr, San Antonio, TX 78249-3447

TOTAL: 0 Undeliverable, 1 Duplicate, 11 Out of date forwarding address

NOTICE CERTIFICATION

I, Gustava Winters, declare under the penalty of perjury that I have sent the attached document to the above listed entities in the manner shown, and prepared the Certificate of Notice and that it is true and correct to the best of my information and belief.

Meeting of Creditor Notices only (Official Form 309): Pursuant to Fed .R. Bank. P.2002(a)(1), a notice containing the complete Social Security Number (SSN) of the debtor(s) was furnished to all parties listed. This official court copy contains the redacted SSN as required by the bankruptcy rules and the Judiciary's privacy policies.

Date: Dec 08, 2022

Signature: /s/Gustava Winters

CM/ECF NOTICE OF ELECTRONIC FILING

The following persons/entities were sent notice through the court's CM/ECF electronic mail (Email) system on December 6, 2022 at the address(es) listed below:

Name	Email Address
A. Craig Hale	on behalf of Creditor Draper 5 LLC achale@halewoodlaw.com
Angela D. Dodd	on behalf of Creditor Angela Dodd United States Securities and Exchange Commission dodda@sec.gov dalals@sec.gov;schultzc@sec.gov;nassed@sec.gov
Anna K MacFarlane	on behalf of Trustee John Patrick Lowe amacfarlane@pulmanlaw.com annakmacfarlane@gmail.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot Studios LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot BonusGrowth 5 Year Debenture Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot 3 Year Bonus Income Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com

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Catherine A. Curtis	on behalf of JointAdmin Debtor Wizard Mode Media LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot Funds LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor Policy Services Inc. catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Funds LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot 3 Year Bonus Income Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot 575 Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Studios LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot 575 Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Growth Runs Deep Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Tech LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Pinball LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of Debtor deeproot Capital Management LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot Growth Runs Deep Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot Tech LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot BonusGrowth 5 Year Debenture Fund LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
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Catherine A. Curtis	on behalf of Debtor Wizard Mode Media LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Catherine A. Curtis	on behalf of JointAdmin Debtor deeproot Capital Management LLC catherine.curtis@wickphillips.com, brenda.ramirez@wickphillips.com
Christopher S. Murphy	on behalf of Creditor Texas Workforce Commission bk-cmurphy@oag.texas.gov sherri.simpson@oag.texas.gov
Don Stecker	on behalf of Creditor Bexar County don.stecker@lgbs.com
Jason M. Rudd	on behalf of Debtor deeproot Capital Management LLC jason.rudd@wickphillips.com, brenda.ramirez@wickphillips.com
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John Patrick Lowe	pat.lowe.law@gmail.com plowe@ecf.axosfs.com
Jonathan Petree	on behalf of Creditor CVH University Park LP jpetree@mcslaw.com
Lynne M Jurek	on behalf of Creditor Mary B. Summy lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Pauline Rubin lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor JoAnn Wells Trustee Wells Trust lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Mary G. Marquis lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor David and Paula Burke lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Judith L. Werner Ttee Judith L. Werner RLT lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Helene Cook lmjurek@jureklaw.com
Lynne M Jurek	

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Total Noticed: 35

	on behalf of Creditor Brenda E. Jennings lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Karen Ready lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Clara Dean lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Jack S. and Shirley Daniel lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Jacquelin A. Peters-Farrar lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Judy Marsolan lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Philip J. Erdmann lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Donald W. Cook lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Roberta L. Erdmann lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Clyde R. and Shirley Watson lmjurek@jureklaw.com
Lynne M Jurek	on behalf of Creditor Richard T. Jennings lmjurek@jureklaw.com
Patrick H. Autry	on behalf of Interested Party TuYo Holdings LLC pautry@branscomblaw.com, waspcreek@gmail.com;slee@branscomblaw.com
Randall A. Pulman	on behalf of Trustee John Patrick Lowe rpulman@pulmanlaw.com jgonzales@pulmanlaw.com;mvilla@pulmanlaw.com
Raymond W. Battaglia	on behalf of Creditor Cliff Conrad rbattagialaw@outlook.com
Raymond W. Battaglia	on behalf of Creditor CCW Braun Heights LLC rbattagialaw@outlook.com
Raymond W. Battaglia	on behalf of Creditor Conrad Car Wash Inc. rbattagialaw@outlook.com
Raymond W. Battaglia	on behalf of Creditor Susan Conrad Trust rbattagialaw@outlook.com
Stephen J. Humeniuk	on behalf of Interested Party Cycladic International LLC stephen.humeniuk@lockelord.com, molly.batiste-debose@lockelord.com;Autodocket@lockelord.com
Stephen J. Humeniuk	on behalf of Interested Party Thomas N. Andrew stephen.humeniuk@lockelord.com molly.batiste-debose@lockelord.com;Autodocket@lockelord.com
Stephen J. Humeniuk	on behalf of Interested Party Cycladic LLC stephen.humeniuk@lockelord.com, molly.batiste-debose@lockelord.com;Autodocket@lockelord.com
United States Trustee - SA12	USTPRegion07.SN.ECF@usdoj.gov
TOTAL: 79	